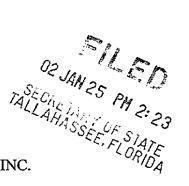
### CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

## Direct Connect Media, Inc

	100047984314 -01/25/0201072003 *****78.75 *****78.75
	Art of Inc. File  LTD Partnership File  Foreign Corp. File  L.C. File  Fictitious Name File  Trade/Service Mark  Merger File  Art of Amend File
	Merger File
Signature	Fictitious Search Fictitious Owner Search Vehicle Search
Requested by:  Name  Date  Time  Walk-In  Ponder's Printing - Thomasville, GA 8/00	Driving Record

# ARTICLES OF INCORPORATION OF DIRECT CONNECT MEDIA, INC.



#### ARTICLE I - NAME

The name of this corporation is DIRECT CONNECT MEDIA, INC.

#### **ARTICLE II - DURATION**

The duration of the corporation shall be perpetual

#### **ARTICLE III - PURPOSE**

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

#### **ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 7500 shares of common stock of \$1.00 par value.

#### **ARTICLE V - PRINCIPAL OFFICE**

The principal office address of DIRECT CONNECT MEDIA, INC.. is 10693 Wiles Rd. # 140, Coral Springs, FL 33076 which is the same address as the registered office of the corporation.

#### ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 10693 Wiles Rd. # 140, Coral Springs, FL 33076, and the name of the initial registered agent of this corporation at the address is

Todd Werter

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have One (1) director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The name and addresses of the initial directors of the corporation are:

Todd Werter 10693 Wiles Rd. # 140, Coral Springs, FL 33076

#### ARTICLE VIII - INCORPORATOR

The name and the address of the person signing these Articles is Todd Werter 10693 Wiles Rd. # 140, Coral Springs, FL 33076

#### ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### ARTICLE X - CONFLICTS OF INTEREST

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in any contract or transaction of this corporation, provided that the fact that the firm is so interested shall be disclosed or shall have been known to the Board of Directors of a majority thereof, and any director of this corporation who is also a director of such other corporation, who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such officer or director of such other corporation not so interested. If there shall only be one director of the corporation at the time any meeting of the Board of Directors of this corporation would otherwise be required to authorize any such contract or transaction, and if the vote or consent of such contract of transaction, and if the vote or consent of such interested director may not, by statute, be counted to authorize, approve or ratify the said act, contract or transacting, then and in that event, a majority of the shareholders of the corporation shall be authorized and empowered to authorize, approve or ratify any such act, contract or transition with the same full force and effect as if the same had been authorized.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 23rd day of January, 2002.

Todd Werter

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST -- THAT DIRECT CONNECT MEDIA, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH IT'S PRINCIPAL PLACE OF BUSINESS IN THE CITY OF Coral Springs, is 10693 Wiles Rd. # 140, Coral Springs, FL 33076, HAS NAMED Todd Werter AS REGISTERED AGENT, LOCATED AT is 10693 Wiles Rd. # 140, Coral Springs, FL 33076, STATE OF FLORIDA AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Signature

Todd Werter

Title

Subscriber

Date January 23, 2002

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OFF ALL STATURES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

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